



NIF PRIVATE LIMITED

NOTICE

Notice is hereby given that the 13th Annual General Meeting of the Shareholders of the company will be held on Thursday, 31st December, 2020 at 4:30 p.m. at 119,120 & 121 Block P&T, Fazal Ganj, Kalpi Road, Kanpur-208012, the registered office of the company, to transact following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial statements of the company for the financial year ended 31st March, 2020 along with the Reports of the Directors and Auditors thereon.


SPECIAL BUSINESS:

Ratification of Cost Auditor's Remuneration:

To consider and if thought fit, to pass with or without modification/s, the following resolution as an ordinary resolution:

“RESOLVED THAT pursuant to Section 148 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force) and the Rules made there under, as amended from time to time, the Company hereby ratifies the remuneration of Rs. 2,00,000/- (Rupees Two Lakhs only) plus applicable taxes & reimbursement of out of pocket expenses payable to M/s Jitender, Navneet & Co. Cost Accountants (Firm Regn no. 000119), Delhi, who are appointed as Cost Auditors to conduct the audit of cost records maintained by the Company for the Financial Year 2020-21.”

**BY ORDER OF THE BOARD
FOR NIF PRIVATE LIMITED**


**AJAY KUMAR PANDEY
(COMPANY SECRETARY)
Membership no. -FCS10059**

Date: 25th November, 2020

Place: Gurugram

Corporate Office : Plot No. 124, Sector - 44, Gurugram - 122003 (HARYANA)

Phone : +91-124-2544186 to 88, 7518204740-41, 7233808503-504

Regd. office : 119-121(Part), Block P & T, Fazal Ganj, Kalpi Road, Kanpur-208012 (U.P.) Ph.: 0512-2221201 to 205 Fax : 2221229-30, E-mail : info@nirpl.com

CIN-U74900UP2007PTC034107



NIF PRIVATE LIMITED

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

ITEM No. 2

The Company is required to have the audit of its cost records of its Skimmed milk powder and Dairy Whitener division, conducted by a cost accountant in practice under Section 148 of the Act, read with the Companies (Cost Records and Audit) Rules, 2014 ("the Rules")

The Board has approved the appointment and remuneration of the Cost Auditors to conduct the audit of the cost records of the Company for the financial year ending 31st March, 2021 at the remuneration of Rs. 2,00,000/- (Rupees Two Lakh only) plus applicable taxes & reimbursement of out of pocket expenses payable to M/s Jitender, Navneet & Co. Cost Accountants (Firm regn no. 000119), Delhi

The Board of Directors recommends the resolution as set out at item no. 2 of the accompanying Notice for the approval by the members of the Company as an ordinary resolution

None of the Directors of the company or their relatives, key managerial Personnel of the company or their relatives are in any way concerned or interested, financially or otherwise in proposed resolution at item no. 2 of the accompanying notice.

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NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ANOTHER PERSON AS PROXY TO ATTEND AND VOTE AT THE MEETING ON HIS BEHALF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY.
2. Proxies in order to be effective must be deposited at the Registered office of the Company not less than 48 hours before the time of the meeting.
3. In terms of Section 105 of the Companies Act 2013 read with Rule 19 of the Companies (Management and Administration) Rule, 2014 a person can act as proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the company carrying voting rights. A member holding more than ten percent of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other shareholder.
4. Corporate Members intending to send their authorized representative (s) to attend the Annual General Meeting are requested to forward a certified copy of Board Resolution authorizing their representative to attend and vote at the Annual General Meeting either to the Company in advance or submit the same at the venue of the General Meeting.
5. Members/Proxies should bring the attendance slip duly filled in attending the meeting.
6. Any query relating to Accounts must be sent to the Company's Registered Office at least seven days before the date of the Meeting.
7. An Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 relating to the Special Business to be transacted at the Meeting in annexed thereto.
8. The Registrar of Companies, UP, vide order No. ROC/KAN/AGM EXTN./2020/1105 dated 08/09/2020 has granted extension under third proviso to Section 96 (1) of the Companies Act, 2013 to all the companies falling under its jurisdiction for holding Annual General Meeting for financial year 2019-20 for a period upto 31/12/2020. The Company has decided to avail the extension.
9. The requirement to place the matter relating to the appointment of Auditors for ratification by Members at every Annual General Meeting has been done away with vide notification dated 7th May, 2018 issued by the Ministry of Corporate Affairs. Accordingly, no resolution is proposed for ratification of appointment of Auditors, who were appointed from the conclusion of the Tenth Annual General Meeting, held on 30th September 2017.

**BY ORDER OF THE BOARD
FOR NIF PRIVATE LIMITED**



**AJAY KUMAR PANDEY
(COMPANY SECRETARY)**

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